

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

MARY DAVIS, MAUREEN COLLIER,
and THE POLICE RETIREMENT
SYSTEMS OF ST. LOUIS, Derivatively
on behalf of TARGET CORPORATION,

Plaintiff,

v.

GREGG W. STEINHAFEL, BETH M.
JACOB, JAMES A. JOHNSON, JOHN
MULLIGAN, ANNE M. MULCAHY,
ROXANNE S. AUSTIN, CALVIN
DARDEN, MARY E. MINNICK,
DERICA W. RICE, JOHN G. STUMPF,
DOUGLAS M. BAKER, JR., HENRIQUE
DE CASTRO, KENNETH L. SALAZAR,
and SOLOMON D. TRUJILLO,

Defendants,

- and-

TARGET CORPORATION, a Minnesota
corporation,

Nominal Defendant.

Civil Action No. 14-cv-00203
(PAM-JJK)

**LR 7.1(F) CERTIFICATE OF
COMPLIANCE REGARDING
MEMORANDUM OF LAW
OF THE SPECIAL LITIGATION
COMMITTEE OF THE
BOARD OF DIRECTORS OF
TARGET CORPORATION IN
SUPPORT OF ITS MOTION FOR
APPROVAL AND DISMISSAL**

TO: ALL PARTIES AND THEIR COUNSEL OF RECORD:

I, Steve Gaskins, certify that the Memorandum of Law of the Special Litigation Committee of the Board of Directors of Target Corporation in Support of its Motion for Approval and Dismissal complies with Local Rule 7.1(f).

I further certify that, in preparation of the above document, I used Microsoft Word 2010 and that this word processing program has been applied specifically to include all text, including headings, footnotes, and quotations in the following word count.

I further certify that the above document contains the following number of words:
6,551.

Dated: May 6, 2016

GASKINS BENNETT BIRRELL SCHUPP, LLP

/s/ Steve Gaskins

Steve Gaskins, MN. #147643

Daniel P. Brees, MN #395284

Ian S. Birrell, MN #396379

333 South Seventh Street, Suite 3000

Minneapolis, MN 55402

Phone: 612.333.9500

Fax: 612.333.9579

sgaskins@gaskinsbennett.com

dbrees@gaskinsbennett.com

ibirrell@gaskinsbennett.com

Attorneys for the Special Litigation Committee of Target Corporation's Board of Directors